

#### First Quarter Results Fiscal Year 2015

**February 5, 2015** 



#### **Forward-Looking Statements**

• These materials include forward-looking statements and it's possible that actual results could differ from our expectations. Factors that could cause such differences appear in our first quarter earnings release and in our recent SEC filings.

#### **Non-GAAP Financial Measures**

- These materials also include Non-GAAP financial measures. A reconciliation to the comparable GAAP measures can be found herein, or in our earnings release and the financial schedules attached thereto.
- A copy of the release, including the financial schedules, is posted on the "Investors" section of the BD.com website.

#### **Results from Continuing Operations**

- The following financial information represents results from continuing operations. Certain financial information excludes the impact of the following items:
  - 1. Foreign currency translation.
  - 2. Amortization of acquisition-related intangibles is excluded from our Earnings Per Share metric. Unless otherwise noted, when we refer to Earnings Per Share, we are referring to the adjusted basis (commonly referred to as "Cash EPS"), excluding acquisition-related intangibles.
  - 3. All adjustments to current and prior year as noted on the "Adjustment Reconciliation" schedules in the appendix of this presentation.



# Vincent A. Forlenza Chairman, CEO and President



### **Business Highlights**

- Pleased with our strong first quarter results
- Good performance in both of our segments:
  - Core business is strong
  - Recent product launches continue to gain traction
- Emerging markets and safety-engineered products remain key growth drivers
- Closing of the CareFusion acquisition expected in the first calendar quarter
- Raising currency-neutral revenue and EPS guidance



### **FY 2015 Financial Highlights**

		First Quarter							
	\$	Growth %	FXN Growth%						
Revenues	\$2,051	1.8%	5.3%						
EPS	\$1.20	(12.4%)	(3.6%)						
Adjusted EPS	\$1.53	7.0%	15.4%						



### **Christopher Reidy**

Chief Financial Officer and Executive Vice President of Administration



### Q1 FY 2015 Highlights

- Strong first quarter results, ahead of expectations
- Results aided by a strong flu season
- Tax rate improvements driven by R&D tax credit
- Adjusted EPS exceeded expectations
- Raising currency-neutral revenue and EPS guidance



### FY 2015 Revenues by Segment

		First Quarter								
	\$	Growth %	FXN Growth%							
Total Revenues	\$2,051	1.8%	5.3%							
Medical	1,072	0.8%	4.2%							
Life Sciences	979	3.0%	6.5%							
Diagnostics	691	2.8%	6.5%							
Biosciences	288	3.3%	6.7%							



# **FY 2015 U.S. and International Revenues**

		First Quarter	
	\$	Reported Growth %	FXN Growth%
U.S.	\$881	3.7%	3.7%
Medical	457	3.6%	3.6%
Life Sciences	424	3.9%	3.9%
Diagnostics	331	3.2%	3.2%
Biosciences	93	6.5%	6.5%
International	\$1,170	0.4%	6.4%
Medical	615	(1.2%)	4.6%
Life Sciences	556	2.3%	8.5%
Diagnostics	360	2.5%	9.5%
Biosciences	196	1.8%	6.8%



### **FY 2015 Emerging Markets**

Emerging Markets financial highlights for FY 2015:

	FXN Growth %	% of BD Revenues
Q1	12.4%	26.5%

- First quarter growth in key markets and platforms (FXN)
  - China 23.1%
  - Emerging Markets Safety 17.8%



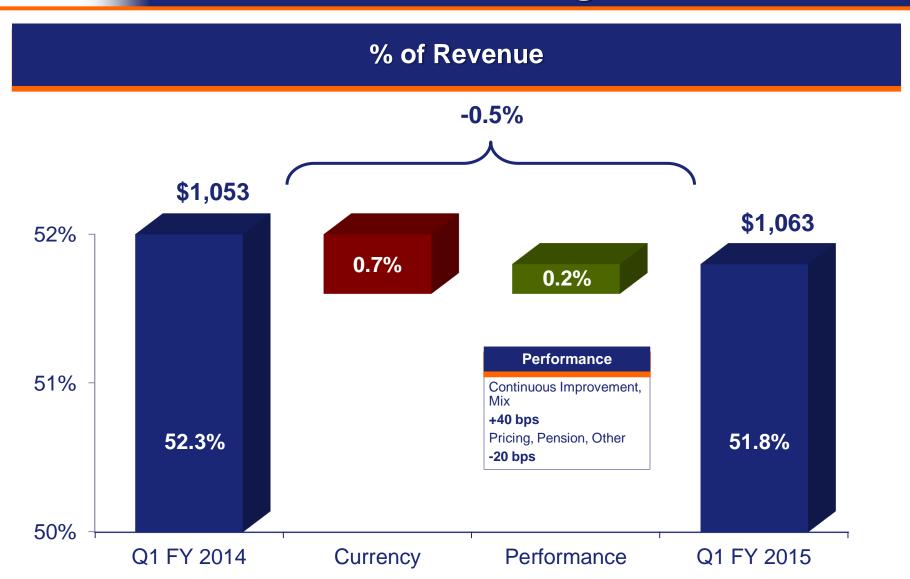
### **FY 2015 Safety Revenues**

	First Quarter								
	\$	Reported Growth %	FXN Growth%						
Total Safety	\$573	2.9%	5.9%						
By Geography									
U.S.	309	(1.9%)	(1.9%)						
International	265	9.2%	16.1%						
By Segment									
Medical	296	3.9%	6.6%						
Life Sciences*	278	2.0%	5.3%						

<sup>\*</sup> Note: The safety values within Life Sciences are reflective of the Preanalytical Systems and Diagnostic Systems contributions.



### Q1 FY 2015 Adjusted Gross Margin Change Year-Over-Year





# Q1 FY 2015 Adjusted Income Statement

			Favor	rable)	
	Adjusted Q1 FY 2015	Adjusted Q1 FY 2014	\$ Change	% Change	FXN % Change
Revenues	\$2,051	\$2,015	\$37	1.8%	5.3%
Gross Profit	1,063	1,053	10	1.0%	5.9%
% of Revenues	51.8%	52.3%			
SSG&A	532	531	(1)	(0.2%)	(3.2%)
% of Revenues	25.9%	26.4%			
R&D	129	126	(3)	(2.5%)	(3.6%)
% of Revenues	6.3%	6.2%			
Operating Income	402	396	6	1.5%	10.1%
% of Revenues	19.6%	19.7%			
Tax Rate	21.0%	24.8%			
Adjusted EPS	\$1.53	\$1.43	\$0.10	7.0%	15.4%





#### **Growth % (FXN)**

	Q1 FY 2015 Actual	November Guidance	February Guidance
Total BD Revenues	5.3%	4.5% to 5%	~5%
Medical	4.2%	4.5% to 5%	~4.5% to 5%
Life Sciences	6.5%	~ 4.5%	~5%
Diagnostics	6.5%	~4.0% to 4.5%	~5%
Biosciences	6.7%	~4.5% to 5%	~4.5% to 5%
Adjusted EPS	15.4%	8% to 9%	9% to 10%



# Vincent A. Forlenza Chairman, CEO and President



### **New Program and Product Launch Updates: Medical**

#### **Medical Program/Product**

#### **Planned Launch Date**

BD Intelliport<sup>™</sup> Medication Management System



Q1 FY 2015 FDA Clearance Q3 FY 2015 Launch

**BD Insulin Infusion Sets** 

FY 2015 FDA Clearance

FY 2016 Launch

BD Simplist<sup>™</sup> Prefilled Injectables

Heparin Sodium Injection, USP

FY 2016

Hydromorphone Hydrochloride Injection, USP

FY 2016



BD FACSVia™

# New Program and Product Launch Updates: Life Sciences

Q4 FY 2015

Diagnostic Systems Program/Product	Planned Launch Date
BD MAX™	
<ul><li>Enteric Parasite</li></ul>	<ul><li>Launched EU / Q3 FY 2015 U.S.</li></ul>
<ul><li>GC/CT and GC/CT/Trich</li></ul>	<ul><li>Q3 FY 2015 EU</li></ul>
<ul><li>Extended Enteric Bacterial</li></ul>	<ul><li>1H FY 2016 EU</li></ul>
<ul><li>Enteric Viral</li></ul>	<ul><li>1H FY 2016 EU</li></ul>
<ul><li>Vaginitis / Vaginosis</li></ul>	• FY 2016
BD Veritor <sup>™</sup> – Next Generation	• FY 2016
BD Totalys <sup>™</sup>	<ul><li>Launched EU / Q4 FY 2015 U.S.</li></ul>
Biosciences Program/Product	Planned Launch Date
BD Horizon™ (Sirigen) Dyes	Q1 FY 2015 - 1 Launched FY 2015 - 2 Expected
BD X-14 Research Instrument	• 2H FY 2015



#### **Acquisition Timeline**

CareFusion Acquisition Announced 10/5/14 Acquisition expected to close in the first quarter of 2015









Expiration of the HSR Act Waiting Period

Financing

CareFusion shareholder vote

European Approval

















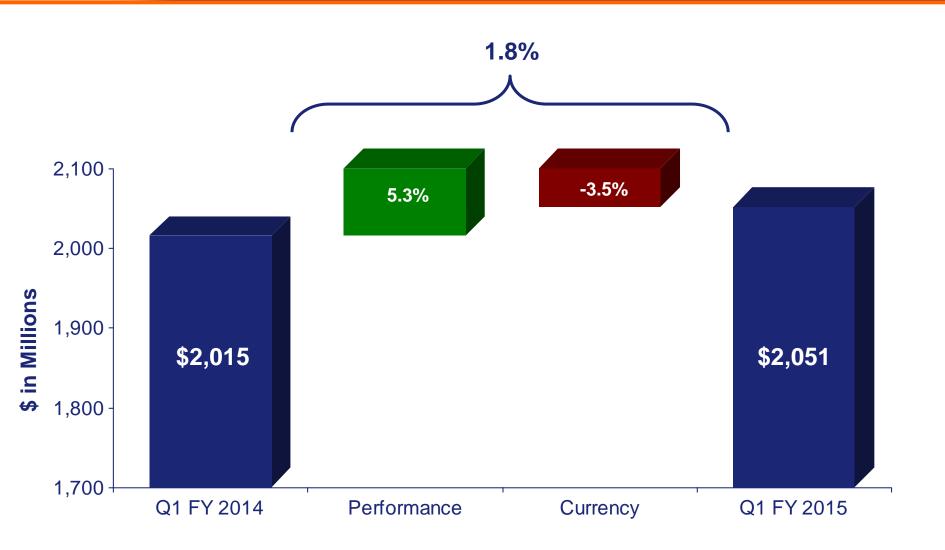
- Off to a very good start this fiscal year
- Strategy delivering results:
  - Core business is strong
  - Recent product launches continue to gain traction
  - International growth remains robust
- Closing of CareFusion acquisition expected in the first calendar quarter
- Raising currency-neutral revenue and EPS guidance



Q & A



# Q1 FY 2015 Revenue Growth Year-Over-Year





#### Q1 FY 2015 Adjustment Reconciliation

(Unaudited; Amounts in millions, except per share data)

		Three Months Ended December 31,								
	_	Reported FY 2015		Financing Related Costs <sup>(1)</sup>	Transaction & Integration Costs (2)	Purchase Accounting Adjustments (3)	Litigation Related Charge <sup>(4)</sup>	Adjusted FY 2015		
REVENUES	\$	2,051		-	-	-	- \$	2,051		
Gross Profit % of Revenues		1,045 50.9%		-	- \$	18	-	1,063 51.8%		
Selling and administrative expense % of Revenues		544 26.5%		-	-	- \$	(12)	532 25.9%		
Research and development expense % of Revenues		129 6.3%		-	-	-	-	129 6.3%		
Acquisition-related costs		23		- :	\$ (23)	-	-	-		
OPERATING INCOME % of Revenues		349 17.0%		-	23	18	12	402 19.6%		
Interest Expense		(76)	\$	44	-	-	-	(32)		
Other income, net		2		-	-	-	-	2		
Income tax provision Effective Tax Rate		50 17.4%		16	5	6	4	80 21.0%		
NET INCOME % of Revenues		236 11.5%		28	18	12	7	302 14.7%		
Diluted Earnings per Share	\$	1.20	\$	0.14	\$ 0.09 \$	0.06 \$	0.04 \$	1.53		

<sup>(1)</sup> Represents financing related costs associated with the pending CareFusion acquisition.

<sup>(2)</sup> Represents transaction and integration costs incurred in connection with the pending CareFusion acquisition.

<sup>(3)</sup> Represents the non-cash expense associated with the amortization of acquisition related identifiable intangible assets.

<sup>(4)</sup> Represents a charge for plaintiff's attorneys' fees associated with the unfavorable verdict in the antitrust and false advertising lawsuit filed against BD by RTI.



# Q1 FY 2015 Reconciliation – FX Impact

(Unaudited; Amounts in millions, except per share data)

	Three Months Ended December 31,										
		Adjusted FY 2015		Adjusted FY 2014		Adjusted Growth \$	Adjusted Growth %		Foreign Currency Translation	FXN Change	FXN Growth
REVENUES	\$	2,051	\$	2,015	\$	37	1.8%	\$	(70)	\$ 107	5.3%
Gross Profit % of Revenues		1,063 51.8%		1,053 52.3%		10	1.0%		(52)	62	5.9%
Selling and administrative expense % of Revenues		532 25.9%		531 26.4%		(1)	-0.2%		16	(17)	(3.2%)
Research and development expense % of Revenues		129 6.3%		126 6.2%		(3)	(2.5%)		1	(4)	(3.6%)
Acquisition-related costs		-		-		-	-		-	-	-
OPERATING INCOME % of Revenues		402 19.6%		396 19.7%		6	1.5%		(34)	40	10.1%
Interest Expense		(32)		(34)		1	4.3%		-	1	4.2%
Other income, net		2		1		1	NM		3	(2)	NM
Income tax provision Effective Tax Rate		80 21.0%		93 24.8%		13	NM		7	6	NM
NET INCOME % of Revenues		302 14.7%		284 14.1%		18	6.4%		(24)	43	15.0%
Diluted Earnings per Share	\$	1.53	\$	1.43	\$	0.10	7.0%	\$	(0.12)	\$ 0.22	15.4%

NM - Not Meaningful

FXN = Foreign Currency Neutral



### Q1 FY 2015 Reconciliation of Non-GAAP Financial Measures

(Unaudited)

	Three Months Ended December 31,								
	F	FY 2015	FY 2014	Growth	Foreign Currency Translation	Foreign Currency Neutral Change	Growth %	Foreign Currency Neutral Growth %	
Reported Diluted Earnings per Share	\$	1.20 \$	1.37_\$	(0.17) \$	(0.12) \$	(0.05)	(12.4%)	(3.6%)	
Financing related costs associated with the pending CareFusion acquisition. (\$44 million or \$28 million after-tax)		0.14	-						
Transaction and integration costs incurred in connection with the pending CareFusion acquisition. (\$23 million or \$18 million after-tax)		0.09	-						
Non-cash expense associated with the amortization of acquisition related identifiable intangible assets. (\$18 million or \$12 million after-tax and \$18 million or \$13 million after-tax, respectively)		0.06	0.06						
Charge for plaintiff's attorneys' fees associated with the unfavorable verdict in the antitrust and false advertising lawsuit filed against BD by RTI. (\$12 million or \$7 million after-tax)		0.04	-						
Adjusted Diluted Earnings per Share	\$	1.53_\$	1.43 \$	0.10_\$	(0.12)	0.22	7.0%	15.4%	



## FY 2015 Reconciliation - FX Impact Emerging Markets and China

(Unaudited; Amounts in millions)

	 Three Months Ended December 31,								
	 FY 2015		FY 2014	Reported	FXN	FX Impact			
Total Emerging Markets Revenues	\$ 543	\$	503	7.9%	12.4%	4.5%			
Total Emerging Markets Safety Revenues	\$ 122	\$	108	12.3%	17.8%	5.5%			
China Revenues	\$ 152	\$	124	22.7%	23.1%	0.4%			



### Q1 FY 2015 Revenues by Region: Old Segment Structure

Three Months Ended December 31, (Unaudited; Amounts in millions)

Three Months Ended December 31, (Unaudited; Amounts in millions)

	United States									
		FY 2015		FY 2014	% Change					
BD MEDICAL										
Medical Surgical Systems	\$	268	\$	262	2.2					
Diabetes Care		123		122	8.0					
Pharmaceutical Systems		66		57	16.2					
BD MEDICAL	\$	457	\$	441	3.6					
BD DIAGNOSTICS										
Preanalytical Systems	\$	172	\$	171	0.3					
Diagnostic Systems		159		149	6.5					
TOTAL	\$	331	\$	321	3.2					
BD BIOSCIENCES	\$	93	\$	87	6.5					
TOTAL UNITED STATES	\$	881	\$	849	3.7					

	International											
		% Change										
		FY 2015		FY 2014	Reported	FXN	FX Impact					
BD MEDICAL												
Medical Surgical Systems	\$	333	\$	317	5.0	10.6	(5.6)					
Diabetes Care		141		142	(0.8)	6.1	(6.9)					
Pharmaceutical Systems		141		164	(13.7)	(8.3)	(5.4)					
TOTAL	\$	615	\$	622	(1.2)	4.6	(5.8)					
BD DIAGNOSTICS												
Preanalytical Systems	\$	182	\$	176	3.2	10.1	(6.9)					
Diagnostic Systems		179		175	1.8	8.9	(7.1)					
TOTAL	\$	360	\$	351	2.5	9.5	(7.0)					
BD BIOSCIENCES	\$	196	\$	192	1.8	6.8	(5.0)					
TOTAL INTERNATIONAL	\$	1,170	\$	1,166	0.4	6.4	(6.0)					

Three Months Ended December 31, (continued) (Unaudited; Amounts in millions)

			Total		
				% Change	
	FY 2015	FY 2014	Reported	FXN	FX Impact
BD MEDICAL					
Medical Surgical Systems	\$ 601	\$ 579	3.7	6.8	(3.1)
Diabetes Care	263	264	(0.1)	3.6	(3.7)
Pharmaceutical Systems	208	221	(6.0)	(1.9)	(4.1)
TOTAL	\$ 1,072	\$ 1,064	0.8	4.2	(3.4)
BD DIAGNOSTICS					
Preanalytical Systems	\$ 353	\$ 347	1.8	5.2	(3.4)
Diagnostic Systems	338	325	4.0	7.8	(3.8)
TOTAL	\$ 691	\$ 672	2.8	6.5	(3.7)
BD BIOSCIENCES	\$ 288	\$ 279	3.3	6.7	(3.4)
TOTAL REVENUES	\$ 2,051	\$ 2,015	1.8	5.3	(3.5)

Note: The information provided is for comparison purposes only and does not represent the current two segment structure of the Company.



#### **Q1 FY 2014 Adjustment Reconciliation**

(Unaudited; Amounts in millions, except per share data)

	Three Months Ended December 31,									
	_	Reported FY 2014		Purchase Accounting Adjustments (1)	Adjusted FY 2014					
REVENUES	\$	2,015		- \$	2,015					
Gross Profit % of Revenues		1,035 51.3%	\$	18	1,053 52.3%					
Selling and administrative expense % of Revenues		531 26.4%		-	531 26.4%					
Research and development expense % of Revenues		126 6.2%		-	126 6.2%					
Acquisition-related costs		-		-	-					
OPERATING INCOME % of Revenues		378 18.8%		18	396 19.7%					
Interest Expense		(34)		-	(34)					
Other income, net		1		-	1					
Income tax provision Effective Tax Rate		88 24.4%		6	93 24.8%					
NET INCOME % of Revenues		271 13.5%		13	284 14.1%					
Diluted Earnings per Share	\$	1.37	\$	0.06 \$	1.43					

<sup>(1)</sup> Represents the non-cash expense associated with the amortization of acquisition related identifiable intangible assets.



### FY 2014 Total Year Adjustment Reconciliation

(Unaudited; Amounts in millions, except per share data)

	Twelve Months Ended September 30,																				
			Contract						Program Pension				ng	Workforce	Acquisitio	n			Amortization		Adjusted
		Reported		Asset	Termination		Gain on		Termination		ettlement	Amount		Reduction	Related		Adjusted		of Acquired		FY 2014 (10)
	_	FY 2014	١	Write-Offs (1)	Charge (2)	Inv	vestment (3)	Ch	narge <sup>(4)</sup>		Charge <sup>(5)</sup>	Adjustme	ent <sup>(6)</sup>	Charge (7)	Items (8)		FY 2014		Intangibles (9)	fo	or "Cash" EPS
REVENUES	s	8,446		-	_		-		-		-		_	-	-	\$	8,446		_	s	8,446
Gross Profit % of Revenues		4,301 50.9%		-	-		-		- :	\$	2 \$		5 \$	14	-		4,322 51.2%	\$	74		4,396 52.0%
Selling and administrative % of Revenues		2,145 25.4%		- \$	(11)		-		-		(2)		-	(11) \$	(6	6)	2,115 25.0%		-		2,115 25.0%
Research and development % of Revenues		550 6.5%	\$	(20)	-		- :	\$	(6)		-		-	(11)	-		514 6.1%		-		514 6.1%
OPERATING INCOME % of Revenues		1,606 19.0%		20	11		-		6		3		5	36	(	6	1,693 20.0%		74		1,767 20.9%
Other income (expense), net		5		-	-	\$	(8)		-		-		-	-	-		(3)		-		(3)
Income tax provision Effective Tax Rate		337 22.1%		8	3		(3)		2		1		2	13	1	2	365 22.8%		24		389 23.2%
INCOME FROM CONTINUING OPERATIONS % of Revenues		1,185 14.0%		12	8		(5)		4		2		3	23	4	4	1,235 14.6%		50		1,285 15.2%
Diluted Earnings per Share from Continuing Operations	\$	5.99	s	0.06 \$	0.04	\$	(0.03)	\$	0.02	\$	0.01 \$		0.02 \$	0.12 \$	0.02	2 \$	6.25	\$	0.25	\$	6.50

<sup>(1)</sup> Represents a write-off of capitalized product software and, to a lesser extent, fixed assets primarily resulting from the discontinuance of an instrument product development program in the Life Sciences segment.

<sup>(</sup>a) Represents the cost associated with the decision to early terminate a European distributor arrangement in the Life Sciences segment.

<sup>(3)</sup> Represents a gain from a cash distribution received from the sale of company, in which BD had a small equity ownership.

<sup>(4)</sup> Represents a charge associated with the decision to terminate a research and development program in the Medical segment; the charge relates to program asset write-offs and obligations.

<sup>(8)</sup> Primarily represents non-cash pension settlement charges associated with lump sum benefit payments made from the Company's U.S. supplemental pension plan, as such payments exceeded the service and interest components of the plan's pension cost in each year. The charges also included settlement losses associated with certain foreign pension plans.

<sup>(6)</sup> Represents an adjustment to the carrying amount of an asset that is being held for sale.

<sup>(7)</sup> Represents a charge associated with workforce reduction actions at certain locations.

<sup>(8)</sup> Represents acquisition-related costs incurred in connection with the pending acquisitions.

<sup>(9)</sup> Represents non-cash expenses associated with the amortization of acquisition related intangibles.

<sup>(10)</sup> Beginning in fiscal year 2015, adjusted values will exclude the amortization of acquisition related intangibles.



## FY 2014 Total Year Reconciliation – FX Impact

(Unaudited; Amounts in millions, except per share data)

			Twelve Mo	nths Ended Sep	otemb	oer 30,		
	Adjusted FY 2014 EPS	Adjusted FY 2013 EPS	Adjusted Growth \$	Adjusted Growth %		Foreign Currency Translation	FXN Change	FXN Growth
	 		*				o manage	
REVENUES	\$ 8,446	\$ 8,054	\$ 392	4.9%	\$	(29)	\$ 421	5.2%
Gross Profit	4,396	4,247	149	3.5%		(69)	217	5.1%
% of Revenues	52.0%	52.7%						
Selling and administrative	2,115	2,056	(59)	-2.9%		12	(71)	-3.4%
% of Revenues	25.0%	25.5%						
Research and development	514	494	(20)	-3.9%		(1)	(19)	-3.8%
% of Revenues	6.1%	6.1%						
OPERATING INCOME	1,767	1,696	70	4.2%		(57)	128	7.5%
% of Revenues	20.9%	21.1%						
Other (expense) income, net	(3)	9	(13)	NM		(8)	(5)	-55.2%
Income tax provision	388	399	11	NM		23	(12)	NM
Effective Tax Rate	23.2%	24.8%		T NIVI		20	(12)	1400
INCOME FROM CONTINUING OPERATIONS	1,286	1,208	78	6.4%		(43)	121	10.0%
% of Revenues	15.2%	15.0%	. •	3,0		()		. 5.5 /5
Diluted Earnings per Share								
from Continuing Operations	\$ 6.50	\$ 6.06	\$ 0.44	7.3%	\$	(0.22)	\$ 0.66	10.9%

NM - Not Meaningful FXN = Foreign Currency Neutral



FXN = Foreign Currency Neutral

#### **FY 2015 Outlook Reconciliation**

	_	Reported Basis	FX Impact	FXN Basis
Revenues - Full Year FY 2015 estimated growth		(~1.0%)	(~6.0%)	~5%
	_	Full Year FY 2015 (estimated)	Full Year FY 2014	% Increase
Reported Fully Diluted Earnings per Share	\$	5.98 - 6.05 \$	5.99	NM
Financing-related acquisition costs		0.14	0.02	
Acquisition-related transaction and integration costs		0.09	-	
Amortization of acquisition related identifiable intangible assets		0.25	0.26	
Litigation-related charge		0.04	-	
Employee termination costs		-	0.12	
Research and development charges (1)		-	0.08	
Pension settlement charge		-	0.01	
Other specified items, net (2)		-	0.03	
Adjusted Fully Diluted Earnings per Share	\$	6.50 - 6.57 \$	6.50	0.0% - 1.0%
FX Impact				(9.0%)
Adjusted FXN Growth				9.0% - 10.0%
NM - Not Meaningful				

<sup>(1)</sup> Includes a write-off of capitalized software, and to a lesser extent, fixed assets primarily resulting from the discontinuance of an instrument product development program in the Life Sciences segment and a charge associated with the decision to terminate a research and development program in the Medical segment.

<sup>(2)</sup> Includes a charge recorded in the Life Sciences segment for contract termination costs that resulted from the early termination of a European distributor arrangement. Also includes a charge resulting from the adjustment to the carrying amount of an asset that is being held for sale, and a gain resulting from the sale of a company in which we held a small equity ownership interest.